

**MARSHALL & MELHORN, LLC**

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Counsel for Fluid Routing Solutions, Inc.

**UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

<b>In re:</b>	)	
	)	
<b>General Motors Corp., et al.</b>	)	<b>Chapter 11</b>
	)	
<b>Debtors.</b>	)	<b>Case No.: 09-50026 (REG)</b>
	)	<b>Jointly Administered</b>
	)	
	)	

\* \* \*

**OBJECTION BY FLUID ROUTING SOLUTION, INC. TO DEBTORS' NOTICE OF  
ASSUMPTION AND ASSIGNMENT AND PROPOSED CURE AMOUNTS**

Fluid Routings Solutions, Inc. (“**Fluid Routing**”), by its undersigned attorney, submits this objection ( “**Objection**”) to the Notice of (I) Debtors’ Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Costs Related Thereto ( “**Notice**”). In support of the Objection, Fluid Routing states as follows:

1. As background to this Objection, on March 27, 2009, FRS Holding Corp. acquired certain assets of Fluid Routing Solutions, Inc. Upon closing, FRS Holding Corp. changed its name to Fluid Routing Solutions, Inc. and Fluid Routing Solutions, Inc. changed its name to Carolina Fluid Handlings, Inc.

2. On June 1, 2009, Debtors commenced these voluntary cases under chapter 11 of the Bankruptcy Code.

3. On June 2, 2009, this Court entered an order ( "**Bidding Procedures Order**" ) which, *inter alia*, approved procedures regarding Debtors' assumption and assignment of executory contracts.

4. On or about June 5, 2009, and pursuant to the Bidding Procedures Order, Debtors delivered the Notice to Carolina Fluid Handling, Inc. ("**Carolina Fluid Handling**") indicating Debtors' intent to assume and assign certain of Debtors' agreements with Carolina Fluid Handling ("**Assumed Contracts**").

5. At the time of the filing of this Objection: (a) the executory contracts are listed variously as being between the Debtors and Carolina Fluid Handling, Fluid Routing, and Mark IV Industries, Inc. (b) Fluid Routing cannot discern which of the executory contracts listed in the Notice as being assumed are correct as to it, (c) Fluid Routing believes the Debtors have inadvertently omitted some executory contracts from the list which the Debtors may desire to assume, and (d) the Debtors fail to list any proposed cure amounts.

6. Fluid Routing, having just received the Notice, has had insufficient time with which to reconcile its records with those of the Debtors. Although Fluid Routing anticipates it will resolve the issues listed in this Objection with the Debtors, based upon the information listed in the Notice being unclear and/or incorrect, Fluid Routing objects to (a) the assignment and assumption of the executory contracts attached to this Objection as Exhibit "A," and (b) the omission of cure amounts from the Notice.

Wherefore, Fluid Routing seeks an order granting its Objection and reserving all of its rights in connection with the Assumable Executory Contracts (as defined in the Notice).

MARSHALL & MELHORN, LLC

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CONTRACT ID	DUNS #	COUNTER PARTY	CONTRACT TYPE	LOCATION
F6Z0003F	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z0003K	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z0003R	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z0003T	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z0003W	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z00040	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z00042	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z00044	800439429	FLUID ROUTING SOLUTIONS INC	Blanket Order	ROCHESTER HILLS
F6Z0004B	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z0004D	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
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F6Z0004K	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z0004L	800439429	CAROLINA FLUID HANDLING INC	Blanket Order	ROCHESTER HILLS
F6Z0004M	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
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GM39628		DAYCO PRODUCTS, INC	Agreement	SERVICE CENTER
GM41910		MARK IV INDUSTRIES INC	Agreement	SERVICE CENTER
GM48330		DAYCO PRODUCTS, INC	Agreement	SERVICE CENTER
GM48348		DAYCO PRODUCTS, INC	Agreement	SERVICE CENTER
GM49245		MARK IV INDUSTRIES INC	Agreement	SERVICE CENTER
GM51381		MARK IV INDUSTRIES INC	Agreement	SERVICE CENTER
GM51383		MARK IV INDUSTRIES INC	Agreement	SERVICE CENTER
GM57993		FLUID ROUTING SOLUTIONS INC	Agreement	SERVICE CENTER
GM58132		FLUID ROUTING SOLUTIONS INC	Agreement	SERVICE CENTER
GM58428		FLUID ROUTING SOLUTIONS INC	Agreement	SERVICE CENTER
GM58465		FLUID ROUTING SOLUTIONS INC	Agreement	SERVICE CENTER
GM58938		DAYCO PRODUCTS, INC	Agreement	SERVICE CENTER
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CONTRACT ID	DUNS #	COUNTER PARTY	CONTRACT TYPE	LOCATION
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N1JQI000	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1JQI001	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1JQI002	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1JQI003	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1JQI004	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1JQI005	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1JQI006	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1KXN000	65870297	FLUID ROUTING SOLUTIONS INC	Agreement	BIG RAPIDS
N1M70000	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1M70001	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1M70002	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS

CONTRACT ID	DUNS #	COUNTER PARTY	CONTRACT TYPE	LOCATION
N1M70003	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1MRZ000	65870297	FLUID ROUTING SOLUTIONS INC	Agreement	BIG RAPIDS
N1N1R000	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1N1R001	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1NS5000	65870297	FLUID ROUTING SOLUTIONS INC	Agreement	BIG RAPIDS
N1P82000	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1P82001	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1PKE000	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1PKE001	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1PRX000	65870297	FLUID ROUTING SOLUTIONS INC	Agreement	BIG RAPIDS
N1PRX001	65870297	FLUID ROUTING SOLUTIONS INC	Agreement	BIG RAPIDS
N1PUC000	65870297	FLUID ROUTING SOLUTIONS INC	Agreement	BIG RAPIDS
N1Q9J000	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1Q9J001	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1QR4000	98405251	FLUID ROUTING SOLUTIONS INC	Agreement	REMIT TO DUNS
N1QR7000	54513510	FLUID ROUTING SOLUTIONS INC	Agreement	LEXINGTON
N1QU7000	800439429	CAROLINA FLUID HANDLING INC	Agreement	ROCHESTER HILLS
N1RLQ000	98405251	FLUID ROUTING SOLUTIONS INC	Agreement	REMIT TO DUNS
N1RV0000	54513510	FLUID ROUTING SOLUTIONS INC	Agreement	LEXINGTON
N1RVH000	96588942	FLUID ROUTING SOLUTIONS INC	Agreement	OCALA
N1RVJ000	98405251	FLUID ROUTING SOLUTIONS INC	Agreement	REMIT TO DUNS
N1RWI000	96588942	FLUID ROUTING SOLUTIONS INC	Agreement	OCALA
N1RWJ000	98405251	FLUID ROUTING SOLUTIONS INC	Agreement	REMIT TO DUNS
N1RWK000	98405251	FLUID ROUTING SOLUTIONS INC	Agreement	REMIT TO DUNS